

Exhibit AA

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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U.S. SECURITIES AND EXCHANGE	:	
COMMISSION,	:	
	:	
Plaintiff,	:	
	:	
vs.	:	
KIK INTERACTIVE INC.,	:	Civil Action No. 19-cv-5244 (AKH)
	:	
Defendant.	:	
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DECLARATION OF LUC HENDRIKS

I, Luc Hendriks, make the following statement under oath:

1. I have personal knowledge of the facts set forth herein, and if called to testify, I could and would competently testify thereto.
2. I am the co-founder of Resnap, an application that generates photobooks using users' photographs.
3. I am also a software developer and entrepreneur, and I am currently pursuing my PhD in particle physics and machine learning at Radboud University in The Netherlands.
4. I purchased and received \$3,751 worth of Kin in Kik Interactive Inc's ("Kik") Token Distribution Event ("TDE"), which amounted to approximately 25,617,081.38 Kin tokens.
5. After the TDE, I wanted to become active in the Kin economy. I then began working with my partners as the Lead Developer for the application KinFit, an application that

runs on Kin in the Kin ecosystem. KinFit was designed to incentivize people to be more active, and it does so by rewarding its users in Kin tokens for steps walked and exercise.

6. I recently joined the Kin Ads project which is a Kin community effort that does not involve any employees of the Kin Foundation or Kik. Kin Ads is a project where users will earn Kin within different applications on the platform by watching a short video advertisement.

7. I am not an employee of Kik Interactive or the Kin Foundation, nor have I been at any point in time.

A. Introduction to Kin and Participation in the TDE

8. I first became interested in cryptocurrencies in 2013, when I first purchased Bitcoin. Thereafter I learned more about cryptocurrencies and about blockchain technology more generally.

9. Until I heard about Kin, I believed the cryptocurrency industry was too heavily focused on the technology and decentralization without discussing how to improve users' experiences. For me, the development of cryptocurrencies was similar to the development of the internet. At the outset, everyone was focused on the technology, but the real value is created through user applications on top of the technology. When I learned about Kin, I thought, and still think, that it is a project with the right vision towards technology and user adoption.

10. From the time I first became interested in cryptocurrencies, I had had an interest in building an application utilizing a cryptocurrency, but had never taken serious steps towards developing one until I learned about Kin.

11. I do not recall specifically how I first learned about Kin, but I recall reviewing the Kin white paper prior to the TDE.

12. Prior to the TDE, I had never worked with or spoken to anyone from Kik.

13. From reviewing the white paper, I was encouraged that Kin was being designed and built for actual use within digital applications, rather than as something just to be traded on secondary exchanges.

14. Based on my review of the white paper, and because I believed that Kin would be the first token designed and built for actual widespread use, I decided to purchase Kin.

15. I registered for the TDE by visiting kin.kik.com, where I agreed to be bound by the Terms of Use. I am not aware of any other contract that I agreed to in connection with my purchase of Kin tokens.

16. Ultimately, I purchased \$3,751 worth of Kin, which amounted to approximately 25,617,081.38 Kin tokens.

17. I believe Kik's only obligation to me as a Kin purchaser was to deliver Kin tokens. After receiving Kin tokens, I did not believe that Kik owed me any continuing duties or obligations.

B. Intent to Use Kin Tokens

18. I purchased Kin in the TDE because I intended to use it as a developer and a user of digital applications and because I believed in the vision for the Kin ecosystem that was described in the white paper. More specifically, I was excited about the Kin ecosystem and its potential, and hoped to build an application that would run on that ecosystem.

19. I did not purchase Kin with the sole intention of reselling it for a profit on the secondary market. I planned to use the Kin from the TDE in apps on the Kin ecosystem in the future.

20. Based on my review of the white paper, I understood Kin to be marketed as a cryptocurrency that would be used on a wide scale as a medium of exchange within digital applications. Kik did not market Kin as a passive investment opportunity.

21. I do not recall Kik making any guarantee that the value of Kin would increase or that user adoption of Kin would cause the value of the tokens to gain in value.

22. I also do not believe that Kik made a promise that Kin would be listed on exchanges once it was launched. I understood that whether Kin was listed on exchanges depended on whether exchanges decided to list Kin, which did not require Kik's involvement.

C. Kin's Functionality Upon Launch

23. When I received Kin tokens on the day of launch, Kin could immediately be used as a medium of exchange to buy and sell digital services because it was an Ethereum token.

24. At the moment that I received Kin tokens, I could transfer them to any user that had a wallet on the Ethereum blockchain.

25. When Kin was launched, the tools were already available to any developer or third party that wished to integrate Kin within their application. This meant that any developer – including myself – could independently build the necessary functionality within an application to accept Kin tokens as payment for digital services, or to allow users to earn Kin tokens.

26. I recall that Kik's social messaging application ("Kik Messenger") had integrated Kin as part of its Minimum Viable Product ("MVP"). I understood this to be one of the first of many uses of Kin.

27. I personally utilized the MVP by linking my Ethereum wallet to my account on Kik Messenger.

28. As a software developer, I had understood the concept of an MVP and, in my experience, a product's utility on the day of its launch is typically not indicative or determinative of what the product's ultimate utility will be.

29. It made sense to me that Kik would begin by integrating a MVP, which would allow Kik to receive valuable feedback from users, and then ultimately build a higher quality product.

30. In addition to Kinfit, I have used Kin in other applications on the Kin ecosystem. This includes Peerbet, PauseFor, and Kinit.

D. Efforts to Build the Kin Economy

31. In my view, the TDE marked the end of Kik building the necessary elements of the Kin ecosystem, and from that point on, it was open for developers and third parties to start using Kin within it.

32. After Kin was launched, I expected that Kik would participate as another developer in the Kin ecosystem by integrating Kin within Kik Messenger. However, I did not expect Kik to be solely responsible for building the ecosystem.

33. While Kik built the underlying infrastructure necessary to launch Kin on the blockchain, any third party could, from that point on, build tools and encourage others to participate in the Kin economy.

34. In fact, I have done this myself: I have published a number of articles online explaining for others how to integrate Kin tokens using various programming languages. For example, I published a twelve-part series explaining how to build an Android app using Kin tokens using publicly available tools and sources. A true and correct copy of the first article in this series is attached hereto as Attachment A.

35. I also have built a tool that allows anyone to visualize all transactions in Kin as they happen, using publicly available data that is available on the blockchain. This tool is publicly available at <http://bitcoin.interaqt.nl/kin.html>.

36. When I bought Kin, I understood any third party – not just Kik – could contribute to the economy by building applications or tools that would utilize Kin. This is because the software for the Kin tokens was open source and operated on the blockchain, making it possible for myself and others to help develop the ecosystem without assistance from anyone.

37. From reading the white paper, I recall thinking that the Kin economy would consist of many different applications and websites building applications that would utilize Kin tokens, wherein users could earn Kin in one application, then spend it in another.

38. When I participated in the TDE, I never viewed Kik as being the sole company responsible for making Kin successful.

39. For the Kin ecosystem to be successful, I knew that a large number of developers and users would have to earn and spend Kin tokens as a medium of exchange in the Kin economy.

40. Although Kik had initially built the necessary infrastructure in order to launch a functional token, it was my hope was that Kin would be adopted on a large scale by other applications.

E. Developing and Launching KinFit

41. I became involved with KinFit when I saw a user on Reddit who was seeking a developer to help build the application. I came to learn that the Reddit user was Jay Weatherman, who had founded KinFit.

42. I felt that this was the right opportunity for me to build a project utilizing Kin, because I believed in Jay's goals for the project and could jump in and start developing something right away.

43. I responded to Jay's post on Reddit and offered to help him develop the application for KinFit, and we ultimately agreed that we would work together to launch KinFit.

44. We did not work with Kik, or any Kik employees, when building and launching KinFit. In fact, I was impressed that the existing tools that were available allowed us to build and launch the application without ever needing to contact Kik or the Kin Foundation for assistance.

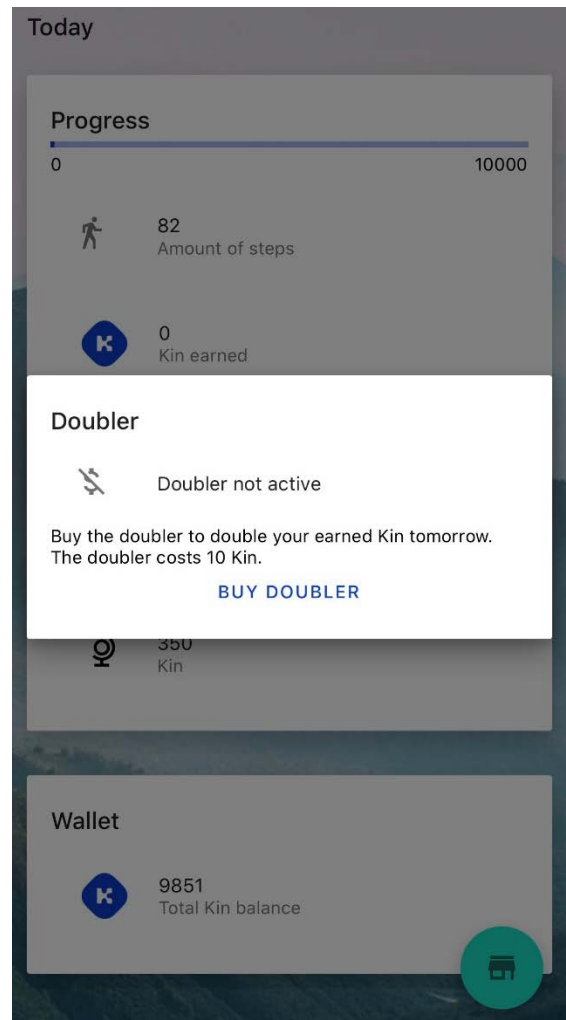
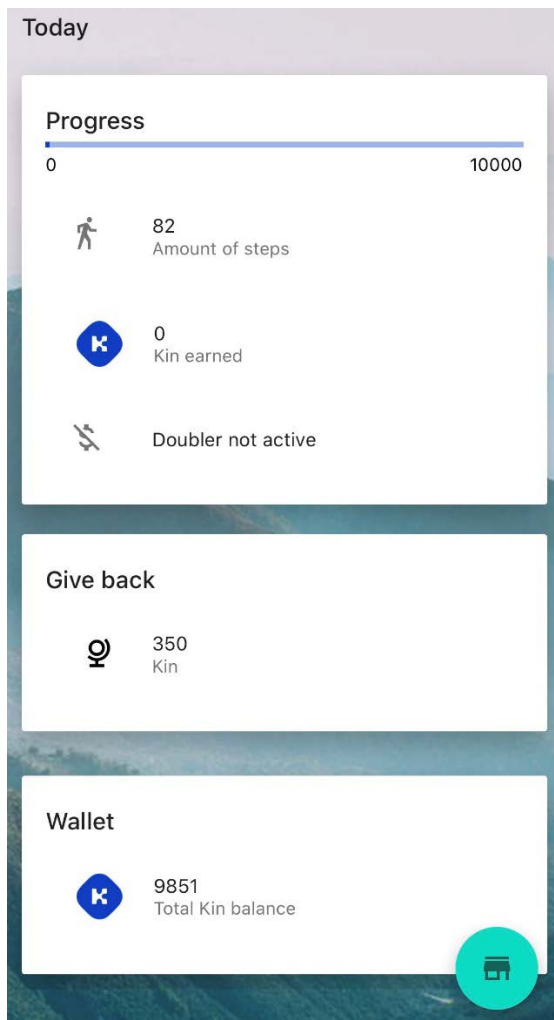
45. I did not believe that the success of KinFit was dependent on Kik. Rather, as the operator of another Kin-integrated application, I viewed Kik as another business operating in the same ecosystem.

F. KinFit's Functionality

46. KinFit is live and available on the Apple App Store, as well as on Android.

47. KinFit works by tracking users' steps and rewarding them in Kin per steps taken. The goal of the application is to incentivize users to be more active by rewarding them in Kin for steps walked.

48. True and correct copies of screenshots of the KinFit application demonstrating how a user can earn and spend Kin are included below:



49. At first, we launched an MVP version of the application, to represent how the application would work. Over time, we introduced more features, and now the application allows users to send the Kin earned to other applications.

50. Currently, KinFit automatically pays out Kin per steps taken, and then users can spend Kin on features such as a “Doubler,” which will double the amount of Kin earned per step. Users can also send the Kin they earn to other applications in the Kin economy, or can donate it to Unicef within the KinFit application.

51. To date, approximately 1181 users have linked their Kin wallets to KinFit and have earned Kin by walking.

52. In the last 60 days, KinFit users have earned 2.1 million Kin by being active and tracking their steps. I would estimate that KinFit users have earned approximately 10 million Kin since KinFit started.

53. In the last 60 days, KinFit users have donated approximately 900,000 Kin to some of the charitable entities linked to the application.

G. KinFit’s Kin-Based Business Model

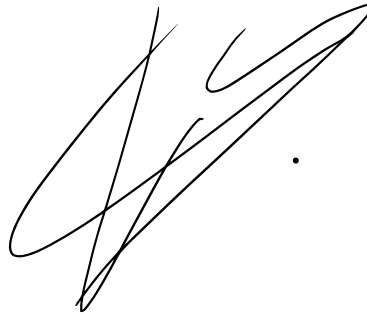
54. To operate this business, KinFit needs a supply of Kin to fund the users’ rewards. KinFit pays users in Kin using Kin earned from the Kin Rewards Engine, which pays us Kin based on our amount of user activity.

55. All developers who have applications in the Kin economy are eligible for rewards in Kin from the Kin Rewards Engine, which we receive based on the extent Kin is used within our application.

56. I am aware that many other developers in the Kin ecosystem function using a similar business model, where they earn Kin as compensation for operating a digital application that incorporates Kin as a medium of exchange.

I declare under the penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on this 24 day of April 2020.

A handwritten signature in black ink, consisting of several overlapping loops and a long horizontal stroke, positioned above a horizontal line.

Luc Hendriks

Attachment A

Only you can see this message



This story's distribution setting is off. [Learn more](#)

Kin Android development tutorial — part 1 — Introduction to Kin



Luc Hendriks

Jun 15 · 4 min read



So you want to build an Android app using an actual cryptocurrency, but you aren't sure how to get started working with a blockchain technology? Look no further! This series of blog posts will guide you through building your first app and integrating Kin, the developer's digital currency, to help engage your users by creating rewarding experiences. At the end of the ride, you should have a simple working app where you can earn and spend Kin, which can serve as a bootstrap to build your own awesome cryptocurrency-enabled app!

This series of blog posts will contain 12 parts, each explaining a critical part of developing the app and transacting with the Kin blockchain without the need to understand the underlying technology. This part is the first: an introduction to Kin and what we are going to build. I will add the others parts here as soon as they are

published. To get you started, Kin launched a developer program, a suite of SDKs and modules created for developers to allow for easy integration into the Kin Ecosystem.

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- Part II — Creating an Android project

What is Kin?

Kin is a cryptocurrency built for the digital world. It was created by Kik, one of the world's most popular messaging apps. Initially, Kin was built on the Ethereum blockchain, but slow speeds and high fees were not conducive to platform meant for micro-transactions. This is when Kin pivoted to their own custom fork of the Stellar codebase, the Kin Blockchain.

Kin is an ecosystem of apps where you can buy, earn and spend Kin and even transfer that Kin from one app to another. Of course Kin will be integrated in Kik, but as of writing today there are over 40 other apps that have integrated Kin. For example, you can now earn Kin by walking using KinFit or by completing quizzes in Speed Genius. You can even send Kin from KinFit to Speed Genius in order to help you initially to buy extra time and make other microtransactions. Imagine the possibilities! Once the ecosystem is fully up and running, you can earn and spend Kin across thousands of apps that will be connected to each other.



Tanner Philp
@tannerphilp

"More than 2MM people have earned Kin and 500k people have spent Kin in 45 apps, making Kin the most used cryptocurrency in the world." @ted_livingston @creativelab



Kin is still in its early stages of building the ecosystem, but it is already the most used cryptocurrency in the world in terms of utility of usage. Even more so than Bitcoin or Ethereum! You can check it for yourself, here is a detailed stats page:
<https://public.tableau.com/profile/kinfoundation#!/vizhome/Kinecosystemstats/Kinecosystemstats>.

Everyone can build something with Kin. In essence, a blockchain is basically a big Excel sheet with transactions “account A sent X {coin} to account B” (not talking about smart contracts and things like that, just the transactional part). Kin has made available a suite of SDKs that make it very easy to make those kind of transactions. Then you can use those SDKs to set up a payment or tipping system, use Kin as premium currency, whatever your imagination can think of.

One of the strongest points of Kin is the Kin Rewards Engine (KRE). This is an incentive mechanism that rewards developers when their users are making lots of transactions. So if you develop an app and your users transact in Kin, you (the developer) is awarded Kin for that. This means you can actually make money if your users are using your app, aligning the incentive of developers and users. This is in contrast to advertising, which is good for developers but bad for the users. It is also in contrast to subscription models, which are also good for developers but bad for the users.

This is just a very quick introduction into Kin, there is much more to learn about Kin, the Kin Foundation, the technology, etc. I highly suggest to read their blog posts.

End goal

This is a long series of blog posts that will explain all details of building an Android app and using the Kin SDKs to create blockchain earn and spend operations. The end product is a simple application where you can earn and spend Kin. An important point I will focus on as well is security. Kin is an actual cryptocurrency that can be bought and sold, so if you make your earning and spending operations insecure, someone might steal everything you have. The series will have 4 main “chapters”: setting up an Android

project, setting up a backend to securely interact with your app and the Kin blockchain, creating earns securely and creating spends securely.

[Click here for part II — Creating a new Android project](#)

Thanks to Chase Barker (hide).

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